

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

W.R. GRACE & CO., *et al.*,

Debtors.

Chapter 11

Case No. 01-1139 (JKF)

(Jointly Administered)

**Objection Deadline: July 22, 2013 at 4:00 p.m.**

**ONE HUNDRED AND FORTY-FIRST MONTHLY FEE APPLICATION OF  
KRAMER LEVIN NAFTALIS & FRANKEL LLP, COUNSEL TO THE  
OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS, FOR  
COMPENSATION AND REIMBURSEMENT OF DISBURSEMENTS  
FOR THE PERIOD FROM MAY 1, 2013 THROUGH MAY 31, 2013**

Name of Applicant: Kramer Levin Naftalis & Frankel LLP

Authorized to Provide  
Professional Services to: Official Committee of Equity Security Holders

Date of Retention: As of July 18, 2001 nunc pro tunc

Period for which compensation  
and reimbursement is sought: May 1, 2013 through and including  
May 30, 2013

Amount of Compensation sought as  
actual, reasonable and necessary: \$35,729.00

Amount of Expense Reimbursement  
sought as actual, reasonable and  
necessary: \$5,735.34

This is a(n): x monthly application          interim application

**Prior Monthly Fee Applications:**

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
December 28, 2001	November 1, 2001 – November 30, 2001	\$20,099.00 / \$3,031.62	\$20,099.00 / \$3,031.62
January 25, 2002	December 1, 2001 – December 31, 2001	\$32,467.50 / \$2,338.23	\$25,974.00 / \$2,338.23
February 28, 2002	January 1, 2002 – January 31, 2002	\$23,807.50 / \$1,961.58	\$19,046.00 / \$1,961.58
April 1, 2002	February 1, 2002 – February 28, 2002	\$36,382.50 / \$2,894.44	\$29,106.00 / \$2,894.44
May 8, 2002	March 1, 2002 – March 31, 2002	\$32,575.00 / \$2,107.64	\$26,060.00 / \$2,107.64
June 17, 2002	April 1, 2002 – April 30, 2002	\$28,794.00 / \$2,669.24	\$23,035.20 / \$2,669.24
August 5, 2002	May 1, 2002 – May 31, 2002	\$24,232.00 / \$2,299.11	\$19,385.60 / \$2,299.11
September 4, 2002	June 1, 2002 – June 30, 2002	\$20,392.50 / \$388.61	\$16,314.00 / \$388.61
November 4, 2002	July 1, 2002 – July 31, 2002	\$28,083.50 / \$1,121.59	\$22,466.80 / \$1,121.59
October 24, 2002	August 1, 2002 – August 31, 2002	\$33,598.50 / \$7,190.62	\$26,878.80 / \$7,190.62
November 5, 2002	September 1, 2002 – September 30, 2002	\$25,584.50 / \$1,761.46	\$20,467.60 / \$1,761.46
November 25, 2002	October 1, 2002 – October 31, 2002	\$39,887.50 / \$2,124.93	\$31,910.00 / \$2,124.93
January 14, 2003	November 1, 2002 – November 30, 2002	\$18,704.00 / \$652.12	\$18,704.00 / \$633.86
February 10, 2003	December 1, 2002 – December 31, 2002	\$11,853.50 / \$816.82	\$9,482.80 / \$816.82
February 25, 2003	January 1, 2003 – January 31, 2003	\$11,100.00 / \$927.47	\$8,880.00 / \$927.47

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
April 8, 2003	February 1, 2003 – February 28, 2003	\$13,418.00 / \$240.08	\$10,734.40 / \$240.08
May 6, 2003	March 1, 2002 – March 31, 2003	\$26,969.00 / \$452.38	\$21,575.20 / \$452.38
June 4, 2003	April 1, 2003 – April 30, 2003	\$7,609.00 / \$1,594.42	\$6,087.20 / \$1,594.42
June 26, 2003	May 1, 2003 – May 31, 2003	\$9,411.00 / \$107.57	\$7,528.77 / \$107.57
August 13, 2003	June 1, 2003 – June 30, 2003	\$10,427.00 / \$137.09	\$8,341.60 / \$137.09
September 25, 2003	July 1, 2003 – July 31, 2003	\$9,272.50 / \$32.30	\$7,418.00 / \$32.30
October 2, 2003	August 1, 2003 – August 31, 2003	\$9,815.50 / \$130.93	\$489.69 / \$130.93
November 26, 2003	September 1, 2003 – September 30, 2003	\$15,004.00 / \$334.63	\$12,003.20 / \$334.63
December 19, 2003	October 1, 2003 – October 31, 2003	\$13,134.00 / \$174.04	\$10,507.20 / \$174.04
January 6, 2004	November 1, 2003 – November 30, 2003	\$14,537.00 / \$273.00	\$11,629.60 / \$273.00
January 29, 2004	December 1, 2003 – December 31, 2003	\$17,595.00 / \$1,599.14	\$14,076.00 / \$1,599.14
February 27, 2004	January 1, 2004 – January 31, 2004	\$8,979.00 / \$436.37	\$7,183.20 / \$436.47
May 5, 2004	February 1, 2004 – February 29, 2004	\$8,888.00 / \$545.85	\$7,110.40 / \$545.85
May 28, 2004	March 1, 2004 – March 31, 2004	\$13,807.50 / \$472.11	\$11,643.00 / \$472.11

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
June 30, 2004	April 1, 2004 – April 30, 2004	\$14,373.50 / \$389.30	\$2,874.70 / \$0.00
August 3, 2004	May 1, 2004 – May 31, 2004	\$10,840.00 / \$1,279.24	\$8,672.00 / \$1,279.24
August 23, 2004	June 1, 2004 – June 30, 2004	\$23,202.00 / \$172.12	\$18,561.60 / \$172.12
October 1, 2004	July 1, 2004 – July 31, 2004	\$13,523.50 / \$33.62	\$10,818.40 / \$33.62
October 29, 2004	August 1, 2004 – August 31, 2004	\$9,543.50 / \$125.25	\$7,634.80 / \$125.25
November 2, 2004	September 1, 2004 – September 30, 2004	\$24,483.00 / \$836.33	\$19,586.40 / \$836.33
November 23, 2004	October 1, 2004 – October 31, 2004	\$128,959.00 / \$6,922.76	\$103,167.20 / \$6,922.76
December 28, 2004	November 1, 2004 – November 30, 2004	\$153,725.00 / \$4,236.79	\$122,980.00 / \$4,236.79
February 2, 2005	December 1, 2004 – December 31, 2004	\$123,833.00 / \$3,246.49	\$102,312.89 / \$3,246.49
March 8, 2005	January 1, 2005 – January 31, 2005	\$132,776.50 / \$8,060.80	\$132,776.50 / \$8,060.80
March 28, 2005	February 1, 2005 – February 28, 2005	\$24,706.50 / \$2,444.84	\$24,706.50 / \$2,444.84
April 29, 2005	March 1, 2005 – March 31, 2005	\$26,414.00 / \$2,827.24	\$26,414.00 / \$2,827.24
May 31, 2005	April 1, 2005 – April 30, 2005	\$29,522.00 / \$1,323.60	\$29,522.00 / \$1,323.60
June 21, 2005	May 1, 2005 – May 31, 2005	\$19,218.50 / \$2,198.56	\$19,218.50 / \$2,198.56

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
July 28, 2005	June 1, 2005 – June 30, 2005	\$25,731.00 / \$119.33	\$25,731.00 / \$119.33
August 29, 2005	July 1, 2005 – July 31, 2005	\$31,738.00 / \$2,829.07	\$31,738.00 / \$2,829.07
September 29, 2005	August 1, 2005 – August 31, 2005	\$32,109.00 / \$2,271.66 /	\$32,109.00 / \$2,271.66
October 31, 2005	September 1, 2005 - September 30, 2005	\$15,709.00 / \$247.99	\$15,709.00 / \$247.99
November 29, 2005	October 1, 2005 - October 31, 2005	\$19,318.50 / \$646.56	\$19,318.50 / \$646.56
December 29, 2005	November 1, 2005 - November 30, 2005	\$38,258.50 / \$1,247.28	\$38,258.50 / \$1,247.28
January 30, 2006	December 1, 2005 - December 31, 2005	\$17,967.50 / \$1,059.46	\$17,967.50 / \$1,059.46
March 1, 2006	January 1, 2006 - January 31, 2006	\$8,287.00 / \$1,176.17	\$8,287.00 / \$1,176.17
March 30, 2006	February 1, 2006 - February 28, 2006	\$22,842.00 / \$1,779.77	\$22,842.00 / \$1,779.77
May 1, 2006	March 1, 2006 March 31, 2006	\$43,621.00 / \$2,496.06	\$43,621.00 \$2,496.06
May 30, 2006	April 1, 2006 April 30, 2006	\$18,841.00 / \$752.39	\$18,841.00 \$752.39
July 5, 2006	May 1, 2006 May 31, 2006	\$34,354.00 / \$1,337.49	\$34,354.00 \$1,337.49
August 2, 2006	June 1, 2006 June 30, 2006	\$21,401.00 / \$725.30	\$21,401.00 \$725.30
August 30, 2006	July 1, 2006 July 31, 2006	\$29,474.50 / \$1,604.51	\$29,474.50 \$1,604.51

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
October 2, 2006	August 1, 2006 August 31, 2006	\$67,103.00 / \$1,604.51	\$67,103.00 \$1,604.51
October 30, 2006	September 1, 2006 September 30, 2006	\$50,691.50 / \$2,050.23	\$50,691.50 \$2,050.23
December 6, 2006	October 1, 2006 October 31, 2006	\$72,062.75 / \$3,977.84	\$72,062.75 \$3,977.84
January 5, 2007	November 1, 2006 November 30, 2006	\$66,045.00 / \$5,215.60	\$66,045.00 \$5,215.60
February 23, 2007	December 1, 2006 December 31, 2006	\$101,658.25 / \$5,001.94	\$101,658.25 \$5,001.94
March 7, 2007	January 1, 2007 January 31, 2007	\$45,555.00 / \$6,097.61	\$45,555.00 \$6,097.61
March 29, 2007	February 1, 2007 February 28, 2007	\$56,976.00 \$4,529.94	\$56,976.00 \$4,529.94
April 30, 2007	March 1, 2007 March 31, 2007	\$60,848.00 \$4,859.66	\$60,848.00 \$4,859.66
June 12, 2007	April 1, 2007 April 30, 2007	\$56,370.00 \$2,554.14	\$56,370.00 \$2,554.14
July 2, 2007	May 1, 2007 May 31, 2007	\$61,684.23 \$10,491.04	\$61,684.23 \$10,491.04
July 30, 2007	June 1, 2007 June 30, 2007	\$68,538.00 \$6,437.44	\$68,538.00 \$6,437.44
August 29, 2007	July 1, 2007 July 31, 2007	\$40,505.50 \$3,124.55	\$40,505.50 / \$3,124.55
October 1, 2007	August 1, 2007 August 31, 2007	\$61,201.50 \$1,618.34	\$61,201.50 / \$1,618.34
October 29, 2007	September 1, 2007 September 30, 2007	\$106,912.50 \$4,480.51	\$106,912.50 / \$4,480.51

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
November 29, 2007	October 1, 2007 October 31, 2007	\$165,731.50 \$14,100.98	\$165,731.50 / \$14,100.98
January 7, 2008	November 1, 2007 November 30, 2007	\$154,817.00 \$12,511.24	\$154,817.00 / \$12,511.24
February 11, 2008	December 1, 2007 December 31, 2007	\$77,688.00 \$50,222.40	\$77,688.00 / \$50,222.40
April 8, 2008	February 1, 2008 February 29, 2008 <sup>1</sup>	\$ 186,440.25 \$ 5,761.46	\$186,440.25 / \$5,761.46
May 1, 2008	March 1, 2008 March 31, 2008	\$ 61,062.50 \$ 3,272.45	\$61,062.50 / \$3,272.45
May 29, 2008	April 1, 2008 April 30, 2008	\$ 115,451.50 / \$ 10,234.48	\$ 115,451.50 / \$ 10,234.48
June 30, 2008	May 1, 2008 May 31, 2008	\$ 35,113.50 / \$ 139.19	\$ 35,113.50 / \$ 139.19
July 31, 2008	June 1, 2008 June 30, 2008	\$ 90,179.75 / \$ 1,197.96	\$ 90,179.75 / \$ 1,197.96
August 31, 2008	July 1, 2008 July 31, 2008	\$ 46,403.75 / \$ 2,634.24	\$ 46,403.75 / \$ 2,634.24
September 30, 2008	August 1, 2008 August 31, 2008	\$ 130,393.00 / \$ 1,139.48	\$ 130,393.00 / \$ 1,139.48
October 31, 2008	September 1, 2008 September 30, 2008	\$ 94,751.25 / \$ 2,437.87	\$ 94,751.25 / \$ 2,437.87
December 1, 2008	October 1, 2008 October 31, 2008	\$ 96,512.00 / \$ 3,351.45	\$ 96,512.00 / \$ 3,351.45

<sup>1</sup> The Fee Application filed on April 8, 2008 inadvertently contained time billed and necessary expenses incurred for the time period January 1, 2008 through January 31, 2008 in addition to the time billed and necessary expenses incurred for the time period February 1, 2008 through February 29, 2008. Kramer Levin Naftalis & Frankel LLP filed a certification of counsel further explicating the error and clarifying the treatment of the Fee Application filed on April 8, 2008 [Docket No. 18659].

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
January 5, 2009	November 1, 2008 November 30, 2008	\$ 72,736.50 / \$ 5,015.70	\$ 72,736.50 / \$ 5,015.70
January 29, 2009	December 1, 2008 December 31, 2008	\$ 38,727.50 / \$ 659.48	\$ 37,407.50 / \$ 659.48
March 3, 2009	January 1, 2009 January 31, 2009	\$ 57,246.00 / \$ 774.91	\$ 57,246.00 / \$ 774.91
March 31, 2009	February 1, 2009 February 28, 2009	\$ 58,153.50 / \$ 873.67	\$ 58,153.50 / \$ 873.67
April 29, 2009	March 1, 2009 March 31, 2009	\$ 82,150.50 \$ 3,410.61	\$ 82,094.50 / \$ 3,410.61
June 1, 2009	April 1, 2009 April 30, 2009	\$ 59,641.00 \$ 1,266.77	\$ 59,641.00 / \$ 1,266.77
June 29, 2009	May 1, 2009 May 31, 2009	\$ 81,616.00 \$ 993.03	\$ 81,616.00 / \$ 993.03
July 30, 2009	June 1, 2009 June 30, 2009	\$ 74,739.50 \$ 3,385.80	\$ 74,739.50 / \$ 3,385.80
September 1, 2009	July 1, 2009 July 31, 2009	\$ 28,694.50 \$ 8,575.98	\$ 28,694.50 / \$ 8,575.98
October 1, 2009	August 1, 2009 August 31, 2009	\$ 62,840.50 \$ 4,375.92	\$ 62,840.50 / \$ 4,375.92
October 29, 2009	September 1, 2009 September 30, 2009	\$ 78,706.50 \$ 7,370.53	\$ 78,706.50 / \$ 7,370.53
November 30, 2009	October 1, 2009 October 31, 2009	\$ 22,088.75 \$ 2,199.84	\$ 22,088.75 / \$ 2,199.84
December 29, 2009	November 1, 2009 November 30, 2009	\$ 33,770.50 \$ 510.91	\$ 33,770.50 / \$ 510.91
February 1, 2010	December 1, 2009 December 31, 2009	\$ 12,447.50 \$ 655.77	\$ 12,447.50 / \$ 655.77
March 1, 2010	January 1, 2010 January 31, 2010	\$ 32,785.50 \$ 1,669.76	\$ 32,785.50 / \$ 1,347.96
March 29, 2010	February 1, 2010 February 28, 2010	\$ 9,882.00 \$ 107.90	\$ 9,882.00 \$ 107.90

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
April 28, 2010	March 1, 2010 March 31, 2010	\$ 4,559.00 \$ 361.53	\$ 4,559.00 \$ 361.53
June 1, 2010	April 1, 2010 April 30, 2010	\$ 9,145.50 \$ 271.51	\$ 9,145.50 \$ 271.51
July 1, 2010	May 1, 2010 May 31, 2010	\$ 3,009.00 \$ 270.08	\$ 3,009.00 \$ 270.08
August 5, 2010	June 1, 2010 June 30, 2010	\$ 1,924.50 \$ 108.77	\$ 1,924.50 \$ 108.77
August 30, 2010	July 1, 2010 July 31, 2010	\$ 1,678.50 \$ 0.00	\$ 1,678.50 \$ 0.00
October 1, 2010	August 1, 2010 August 31, 2010	\$ 3,093.00 \$ 73.96	\$ 3,093.00 \$ 73.96
October 28, 2010	September 1, 2010 September 30, 2010	\$ 457.50 \$ 58.00	\$ 457.50 \$ 58.00
December 1, 2010	October 1, 2010 October 31, 2010	\$ 1,372.50 \$ 84.66	\$ 1,372.50 \$ 84.66
December 30, 2010	November 1, 2010 November 30, 2010	\$ 5,221.50 \$ 19.59	\$ 5,221.50 \$ 19.59
February 1, 2011	December 1, 2010 December 31, 2010	\$ 10,252.00 \$ 143.61	\$ 10,252.00 \$ 143.61
March 1, 2011	January 1, 2011 January 31, 2011	\$ 16,502.50 \$ 83.40	\$ 16,502.50 \$ 83.40
April 1, 2011	February 1, 2011 February 28, 2011	\$ 27,809.50 \$ 1,767.02	\$ 27,809.50 \$ 1,767.02
May 2, 2011	March 1, 2011 March 31, 2011	\$ 9,782.50 \$ 194.39	\$ 9,782.50 \$ 194.39
May 31, 2011	April 1, 2011 April 30, 2011	\$ 7,061.50 \$ 177.64	\$ 7,061.50 \$ 177.64
July 5, 2011	May 1, 2011 May 31, 2011	\$ 63,376.00 \$ 1,024.58	\$ 63,376.00 \$ 1,024.58
August 1, 2011	June 1, 2011 June 30, 2011	\$ 21,448.76 \$ 940.85	\$ 21,448.76 \$ 940.85

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
September 6, 2011	July 1, 2011 July 31, 2011	\$27,311.00 \$1,499.88	\$27,311.00 \$ 1,499.88
September 29, 2011	August 1, 2011 August 31, 2011	\$14,729.00 \$574.70	\$14,729.00 \$ 574.70
October 26, 2011	September 1, 2011 September 30, 2011	\$7,854.00 \$233.60	\$7,854.00 \$ 233.60
December 1, 2011	October 1, 2011 October 31, 2011	\$2,208.00 \$9.19	\$2,208.00 \$9.19
December 28, 2011	November 1, 2011 November 30, 2011	\$9,481.00 \$3.56	\$9,481.00 \$3.56
February 9, 2012	December 1, 2011 December 31, 2011	\$2,300.00 \$80.27	\$2,300.00 \$80.27
February 29, 2012	January 1, 2012 January 31, 2012	\$6,836.00 \$0.00	\$6,836.00 \$0.00
March 28, 2012	February 1, 2012 February 29, 2012	\$22,397.00 \$94.13	\$22,397.00 \$94.13
April 30, 2012	March 1, 2012 March 31, 2012	\$5,885.50 \$58.77	\$5,885.50 \$58.77
June 1, 2012	April 1, 2012 April 30, 2012	\$5,205.50 \$147.53	\$5,205.50 \$147.53
July 2, 2012	May 1, 2012 May 31, 2012	\$25,164.50 \$1,158.62	\$25,164.50 \$1,158.62
July 31, 2012	June 1, 2012 June 30, 2012	\$10,411.00 \$98.06	\$10,411.00 \$98.06
August 29, 2012	July 1, 2012 July 31, 2012	\$7,133.00 \$273.86	\$7,133.00 \$273.86
October 1, 2012	August 1, 2012 August 31, 2012	\$21,730.00 \$438.33	\$21,730.00 \$438.33
October 24, 2012	September 1, 2012 September 30, 2012	\$2,681.00 \$104.50	\$2,681.00 \$104.50
November 29, 2012	October 1, 2012 October 31, 2012	\$6,634.00 \$109.43	\$5,307.20 \$109.43

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
December 28, 2012	November 1, 2012 November 30, 2012	\$4,215.50 \$71.72	\$3,372.40 \$71.72
January 31, 2013	December 1, 2012 December 31, 2012	\$49,674.00 \$3,436.56	\$39,739.20 \$3,436.56
February 28, 2013	January 1, 2013 January 31, 2013	\$112,216.00 \$5,314.72	\$89,772.79 \$5,324.72
March 29, 2013	February 1, 2013 February 28, 2013	\$17,179.50 \$774.45	\$13,743.60 \$774.45
April 29, 2013	March 1, 2013 March 31, 2013	\$8,500.00 \$468.69	\$7,268.69 \$468.69

**SUMMARY OF TIME FOR BILLING PERIOD**

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT (\$)</u>
TRACHTMAN, JEFFREY S.	PARTNER	11.80	925.00	10,915.00
BENTLEY, PHILIP	PARTNER	9.90	895.00	8,860.50
BLABEY, DAVID E.	ASSOCIATE	7.90	745.00	5,885.50
ZIEGLER, MATTHEW C.	ASSOCIATE	10.10	560.00	5,656.00
KAUP, ANASTASIA N.	ASSOCIATE	7.70	495.00	3,811.50
HALVERSON, DARREN C.	ASSOCIATE	0.20	495.00	99.00
SHAIN, ALIYA	PARALEGAL	1.70	295.00	501.50
	<u>Total</u>	<u>49.30</u>		<u>\$ 35,729.00</u>

**COMPENSATION SUMMARY BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Total Hours for the Period</b>	<b>Total Fees for the Period</b>
Case Administration	1.90	\$ 600.50
Creditor Committee	2.90	\$ 2,265.50
Reorganization Plan	38.30	\$ 29,344.00
Fee Applications, Applicant	3.70	\$ 2,281.50
Hearings	2.50	\$ 1,237.50
<b>Total</b>	<b>49.30</b>	<b>\$ 35,729.00</b>

SCHEDULE OF TIME CHARGES AND RATES  
FOR THE PERIOD MAY 1, 2013 THROUGH MAY 31, 2013

***CASE ADMINISTRATION***

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT (\$)</u>
HALVERSON, DARREN C.	CRDR	0.20	495.00	99.00
SHAIN, ALIYA	CRDR	1.70	295.00	501.50
	Subtotal	<u>1.90</u>		\$ <u>600.50</u>

***CREDITOR COMMITTEE***

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT (\$)</u>
BENTLEY, PHILIP	CRDR	0.70	895.00	626.50
BLABEY, DAVID E.	CRDR	2.20	745.00	1,639.00
	Subtotal	<u>2.90</u>		\$ <u>2,265.50</u>

***REORGANIZATION PLAN***

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT (\$)</u>
TRACHTMAN, JEFFREY S.	LIT	11.80	925.00	10,915.00
BENTLEY, PHILIP	CRDR	9.20	895.00	8,234.00
BLABEY, DAVID E.	CRDR	3.90	745.00	2,905.50
ZIEGLER, MATTHEW C.	CRDR	10.10	560.00	5,656.00
KAUP, ANASTASIA N.	CRDR	3.30	495.00	1,633.50
	Subtotal	<u>38.30</u>		\$ <u>29,344.00</u>

***FEE APPLICATIONS, APPLICANT***

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT (\$)</u>
BLABEY, DAVID E.	CRDR	1.80	745.00	1,341.00
KAUP, ANASTASIA N.	CRDR	1.90	495.00	940.50
	Subtotal	<u>3.70</u>		\$ <u>2,281.50</u>

***HEARINGS***

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT (\$)</u>
KAUP, ANASTASIA N.	CRDR	2.50	495.00	1,237.50
	Subtotal	<u>2.50</u>		\$ <u>1,237.50</u>
	Total	<u>49.30</u>		\$ <u>35,729.00</u>

SCHEDULE OF DISBURSEMENTS  
FOR THE PERIOD MAY 1, 2013 THROUGH MAY 31, 2013EXPENSE SUMMARY

<u>Expense Category</u>	<u>Total Expenses</u>
WESTLAW ON-LINE RESEARCH	\$3,340.35
LEXIS/NEXIS ON-LINE RESEARCH	\$570.85
LIBRARY RESEARCH SERVICES	\$294.00
PHOTOCOPYING	\$191.10
BLOOMBERG LAW RETRIEVAL FEES	\$127.17
TABS	\$57.00
VELOBINDINGS	\$45.00
LONG-DISTANCE TELEPHONE	\$23.37
OUT OF TOWN TRAVEL	\$1,086.50
<u>Subtotal</u>	<u>\$5,735.34</u>

Dated: July 1, 2013

KRAMER LEVIN NAFTALIS & FRANKEL LLP

By: /s/ David E. Blabey, Jr.

Philip Bentley, Esq.

David E. Blabey, Jr., Esq.

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